

EXHIBIT C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W. R. GRACE & CO. et al.

Debtors.

)
) Chapter 11
)
) Case No. 01-01139 (JKF)
) (Jointly Administered)
) Objection Deadline: May 23, 2003 at 4:00p.m.
Hearing Date: TDB only if necessary

**SUMMARY COVERSHEET TO THIRTEENTH MONTHLY INTERIM APPLICATION
OF CARELLA, BYRNE, BAIN, GILFILLAN, CECCHI, STEWART & OLSTEIN FOR
COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES FOR MARCH 1,
2003 THROUGH MARCH 31, 2003**

Name of Applicant:	Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein ("CBBG")
Authorized to provide professional services to:	Special Litigation and Environmental Counsel to Debtors
Date of Retention:	February 1, 2002
Period for which compensation and reimbursement is sought	March 1, 2003 through March 31, 2003
Amount of compensation sought as actual, reasonable and necessary	\$135,163.00 for the period March 1, 2003 through March 31, 2003 in professional fees
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$16,983.87 for the period of March 1, 2003 through March 31, 2003

This is a

Monthly interim application

Prior Applications filed: Yes

Date Filed	Period Covered	Requested Fees (80%)	Requested Expenses	Status of Fees	Status of Expenses
04/30/02	03/01/02 through 03/31/02	\$11,914.00	\$1,601.57	Paid	Paid
05/16/02	04/01/02 through 04/30/02	\$18,244.80	\$800.41	Paid	Paid
06/02	05/01/02 through 05/31/02	\$10,476.80	\$1,952.06	Paid	Paid
07/02	06/01/02 through 06/30/02	\$23,778.80	\$124.87	Paid	Paid
08/02	07/01/02 through 07/31/02	\$21,644.40	\$382.71	Paid	Paid
09/02	08/01/02 through 08/31/02	\$34,612.80	\$2,524.85	Paid	Paid
10/02	9/01/02 through 9/30/02	\$29,157.20	\$2,926.37	Paid	Paid
11/02	10/01/02 through 10/31/02	\$25,916.00	\$2,067.73	Paid	Paid
12/02	11/01/02 through 11/30/02	\$27,517.20	\$2,314.21	Paid	Paid
01/03	12/01/02 through 12/31/02	\$56,228.40	\$8,398.02	Paid	Paid

02/03	01/01/03 through 01/31/03	\$144,530.40	\$9,533.27	Application pending	Application pending
03/03	02/01/03 through 02/28/03	\$80,008.09	\$19,621.20	Application pending	Application pending

As indicated above, this is the thirteenth application for interim compensation of services filed with the Bankruptcy Court in the Chapter 11 Cases.

Summary of Compensation Requested

Name of Professional Individual	Position, year assumed, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
John M. Agnello	Partner	\$340	196.70	\$64,923.00
Melissa E. Flax	Partner	\$225	96.40	\$21,690.00
Robert C. Scrivo	Associate	\$210	216.50	\$45,465.00
Kenneth Winters	Partner	\$250	11.20	\$2,800.00
Kevin Vengrow	Paralegal	\$75	3.80	\$285.00

Total Fees \$135,163.00

Total Hours 524.60

EXPENSE SUMMARY

Expense Category		Total Expenses
Copies – Internal and Outside		\$701.50
Westlaw		\$93.29
Telephone		\$261.43
Faxes		\$77.00
FedEx		\$124.59
Travel		
	Continental (Air)	\$575.00
	My Limo	\$131.20
		\$706.20
Messenger		\$189.32
Additional Staff Time		\$677.14
Court Reporter (Daily Trial Transcripts)		\$14,153.40
Meals		
Trial Subpoenas – Return of Witness Fees		
Total		\$16,983.87

Dated: April 7, 2003

**ATTACHMENT B
TO FEE APPLICATION
(March 1, 2003 through March 31, 2003)**

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
John M. Agnello	Partner	\$340	196.70	\$64,923.00
Melissa E. Flax	Partner	\$225	96.40	\$21,690.00
Robert C. Scrivo	Associate	\$210	216.50	\$46,465.00
Kenneth Winters	Partner	\$250	11.20	\$2,800.00
Kevin Vengrow	Paralegal	\$75	3.80	\$285.00

Grand Total:	\$135,163.00
Blended Rate:	

COMPENSATION BY PROJECT CATEGORY¹

Project Category (Examples)	Total Hours	Total Fees
Asset Analysis		
Asset Disposition		
Business Operations		
Case Administration		
Claims Analysis Objection Resolution & Estimation (Asbestos)		
Claims Analysis Objection Resolution & Estimation (Non-Asbestos)		
Committee (All – Creditors', Noteholders', Equity Holders', etc.)		
Employee Benefits/Pensions		
Employment Applications, Applicant		
Employment Applications, Others		
Expenses		\$16,983.87
Fee Applications, Applicant	18.00	\$4,222.50
Fee Applications, Others		
Financing		
Hearings		
Litigation and Litigation Consulting	495.10	\$128,985.50
Plan and Disclosure Statement		
Relief from Stay Proceedings		
Tax Issues		
Tax Litigation		
Travel – non-working	11.50	\$1,955.00
Valuation		
ZAI Science Trial		
ZAI Science Trial – Expenses		
Other (Explain)		

¹ In accordance with the Court's directive at the August 26, 2002 hearing, the compensation by project category has been revised to reflect the additional project categories required by the Court and the Fee Auditor.

EXPENSE SUMMARY

Expense Category (Examples)	Service Provider (if applicable)	Total Expenses
Computer Assisted Legal Research		\$93.29
Facsimile (with rates)		\$77.00 (\$0.25 per page)
Long Distance Telephone		\$261.43
In-House Reproduction		\$701.50 (\$0.25 per page)
Outside Reproduction	American Legal	
Outside Research		
Filing/Court Fees		
Court Reporting	Charles P. McGuire	\$14,153.40
Local Travel		
Out-Of-Town Travel		
airfare	Continental	\$575.00
car/taxi service	My Limo (round trip)	\$131.20
hotel		\$706.20
Courier & Express Carriers (e.g. Federal Express)	Federal Express	\$124.59
Postage		
Other (Explain) - Working meal		
Messenger		\$189.32
Trial Subpoenas		
Trial Subpoenas		
Trial Supplies		
Additional Staff Time		\$677.14

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W. R. GRACE & CO. et al.¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

VERIFICATION

JOHN M. AGNELLO, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant firm, Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein and I am a member in good standing of the bars of the State of New Jersey, the United States District Court for the District of New Jersey, the United States Court of Appeals for the Third Circuit, the State of New York, the United States District Courts for the Southern and Eastern Districts of New York and the Supreme Court of the United States.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. -Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (Ma Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Curving, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

2. I have personally performed certain of, and overseen the legal services rendered by Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein as special litigation and environmental counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

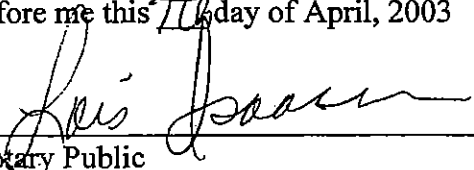
3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.



John M. Agnello

In the State of New Jersey

SWORN TO AND SUBSCRIBED
before me this 17th day of April, 2003



Notary Public

My Commission Expires:

LOIS ISAACSON
A Notary Public of New Jersey
My Commission Expires 6/19/06

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**FEE DETAIL FOR CARELLA, BYRNE, BAIN, GILFILLAN, CECCHI,
STEWART & OLSTEIN'S MONTHLY FEE APPLICATION FOR THE PERIOD
FROM MARCH 1, 2003 THROUGH MARCH 31, 2003**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. -Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (Ma Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Curving, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

W.R. GRACE & COMPANY
 5400 BROKEN SOUND BLVD., N.W.
 BOCA RATON, FL 33487
 ATTN: RICHARD A. SENFTLEBEN, ESQ.

April 4, 2003
 Invoice No. 19207
 Client No. 734680

For Professional Services Rendered through 03/31/03

Matter # 734680.1 VS. ALLIED SIGNAL

Litigation and Litigation Consulting

03/01/03 RCS	Review trial transcript and relevant exhibits and prepare findings of fact re Daylin's acquisition of site and Daylin/Grace involvement with COPR	6.30	1323.00
03/03/03 JMA	Post trial issues - review Honeywell motion and correspondence re: Roned settlement; review Grace Defendants' submission re: Roned settlement; conference with MEF re: same	1.00	340.00
03/03/03 JMA	Post trial issues - review Joint Proposed Findings of Fact categories; review case law re: Findings of Fact; receipt and review letter from D. Field re: Findings of Fact categories; conference with C. Marraro and RCS re: Findings of Fact categories; letter to D. Field re: Findings of Fact categories	2.00	680.00
03/03/03 JMA	Post trial issues - phone C. Marraro re: remaining issues regarding exhibits in evidence	.30	102.00
03/03/03 JMA	Post trial issues - conference call with C. Marraro and RCS re: remaining issues regarding exhibits in evidence	1.30	442.00
03/03/03 MEF	Review Honeywell/Roned Consent orders	.30	67.50
03/03/03 MEF	Conference with JMA re: Honeywell/Roned consent orders	.20	45.00
03/03/03 RCS	Correspondence to Barbara Banks re pretrial order with citations to documents	.20	42.00
03/03/03 RCS	Receipt and review of relevant portions of pretrial order with citations to documentary evidence	.70	147.00

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03/03/03	RCS	Meeting with JMA and conference call with CHM re remaining Honeywell and Grace exhibits in dispute and proposed findings of fact categories	2.00	420.00
03/03/03	RCS	Review trial testimony and relevant exhibits and prepare draft findings of fact re Daylin's acquisition of site and involvement with COPR	7.60	1596.00
03/03/03	KV	Organize trial documents (deposition transcripts)	.50	37.50
03/04/03	JMA	Post trial issues - phone - D. Field re: Amended Past Cost Stipulation; memo to D. Field re: Amended Stipulation; phone - C. Marraro re: same	.80	272.00
03/04/03	JMA	Post trial issues - phone - D. Field re: remaining open trial issues Grace/Honeywell; conference call with C. Marraro, RCS, D. Field, M. Caffrey re: remaining open trial issues Grace/Honeywell; phone - C. Marraro re: Same	.80	272.00
03/04/03	JMA	Post trial issues - revise Stipulation re: Weja Decision exhibit; letter to D. Field	.70	238.00
03/04/03	MEF	Review letter from Parsons returning witness fee from subpoena	.20	45.00
03/04/03	RCS	Correspondence from Barbara Banks re certain Grace photographs, and reply to same	.20	42.00
03/04/03	RCS	Correspondence to David Field, Esq. re confirming the resolution of exhibits amongst Grace and Honeywell	.30	63.00
03/04/03	RCS	Correspondence to Kathy Millian, Esq. re including witness's name in citation to transcript	.30	63.00
03/04/03	RCS	Meeting with JMA and telephone call with Chris Marraro and David Field, Esq. re exhibits issues, WEJA stipulation, past cost stipulation, Order and findings of fact categories	.70	147.00
03/04/03	RCS	Review and update trial exhibit chart (Grace Defendants) to be submitted to court	.50	105.00

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03/04/03	RCS	Review trial transcripts and relevant exhibits and prepare findings of fact re Daylin's acquisition of site and involvement with COPR	6.00	1260.00
03/04/03	KV	Organize trial exhibits and binders	.50	37.50
03/04/03	KV	Organize trial proceedings binder	1.00	75.00
03/05/03	JMA	Post trial issues - receipt and review letter from K. Millian to Judge Cavanaugh re: Grace objection to ICO exhibits 707 and 885; phone - B. Hughes re: P-707 and 885; phone - C. Marraro re: P-707 and 885; review file and transcripts for letter to Judge Cavanaugh re: P-707 and 885; draft and revise letter to Judge Cavanaugh	5.40	1836.00
03/05/03	JMA	Post trial issues - receipt and review email from A. Nagy	.10	34.00
03/05/03	MEF	Proposed Findings of Fact - continue drafting portions of facts; review Faranca testimony	3.60	810.00
03/05/03	RCS	Receipt and review of Honeywell's revised list of trial exhibits admitted into evidence together with all correspondence negotiating agreements to admit and withdraw Honeywell exhibits.	1.00	210.00
03/05/03	RCS	Prepare Grace defendant's final list of trial exhibits to be submitted to the court taking into account all correspondence withdrawing and admitting selected Grace exhibits following the evidentiary hearing.	1.50	315.00
03/05/03	RCS	Correspondence to and from Barbara Banks regarding identifying certain exhibits by Bates Numbers.	.30	63.00
03/05/03	RCS	Review relevant trial transcripts and exhibits in preparation of findings of fact regarding Mutual's disposal of COPR at the site.	5.50	1155.00
03/05/03	KV	Organize trial exhibits	.30	22.50
03/06/03	JMA	Post trial issues - receipt and review letter from S. German re: Findings of Fact	.20	68.00
03/06/03	JMA	Post trial issues - review trial transcripts re: Grace proposed Findings of Fact; drafting of Findings of Fact	8.00	2720.00

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03/06/03 RCS	Review relevant trial testimony and exhibits and prepare draft findings of fact re Mutual's disposal of COPR at site	3.00	630.00
03/06/03 RCS	Review relevant trial testimony and exhibits and prepare draft findings of fact re Grace's acquisition of Daylin; Daylin's involvement with COPR at the site	4.50	945.00
03/06/03 RCS	Prepare Grace defendants' final list of trial exhibits to be submitted in evidence, together with comparison of all disputed exhibits through negotiation process, revise and edit same	.80	168.00
03/06/03 RCS	Telephone call from Steve German, Esq. requesting copies of WEJA and Past Cost Stipulation entered into between Honeywell and Grace	.20	42.00
03/06/03 RCS	Correspondence to Chris Marraro, Esq. re Grace final exhibit list and preparation of binders of exhibits for the Court	.20	42.00
03/06/03 KV	Organize evidence binders	1.50	112.50
03/07/03 JMA	Post trial issues - conference with RCS re: Grace proposed Findings of Fact	.40	136.00
03/07/03 JMA	Post trial issues - strategy re: Findings of Fact/Conclusions of Law	.40	136.00
03/07/03 JMA	Post trial issues - phone C. Marraro re: meeting with clients	.20	68.00
03/07/03 JMA	Post trial issues - receipt and review letter from D. Field re: Amended Stipulation; revise amended Stipulation; letter to D. Field	.70	238.00
03/07/03 JMA	Phone - C. Marraro re: strategy	.30	102.00
03/07/03 MEF	Findings of fact - continue review of Faranca testimony and begin review of Wong testimony for findings of fact	2.50	562.50
03/07/03 RCS	Receipt and review of plaintiff's draft findings of fact and conclusions of law to compare their position on Mutuals' disposal of COPR, Daylin and Grace's involvement with COPR at the site, together with review of large number of selected plaintiff's exhibits in support of their position	5.00	1050.00

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03/07/03	RCS	Continue drafting of findings of fact re Daylin and Grace involvement with COPR at the site	2.80	588.00
03/08/03	JMA	Post trial issues - review transcripts and exhibits; prepare Findings of Fact	4.00	1360.00
03/08/03	RCS	Prepare draft findings of fact re Grace's acquisition of Daylin, Daylin's acquisition of the site and Daylin and Grace's involvement with COPR at the site	4.20	882.00
03/08/03	RCS	Prepare draft findings of fact re Mutual's disposal of COPR at the site	1.00	210.00
03/10/03	JMA	Post trial issues - meeting with C. Marraro re: strategy, Findings of Fact/Conclusions of Law issues; open evidence/exhibit issues; conference call with A. Nagy	8.00	2720.00
03/10/03	JMA	Post trial issues - review transcripts and exhibits for Findings of Fact	1.00	340.00
03/10/03	MEF	Continue Findings of Fact; review of trial testimony (Wong)	2.90	652.50
03/10/03	RCS	Prepare draft findings of fact re Mutual's disposal of COPR at site	1.40	294.00
03/10/03	RCS	Prepare draft findings of fact re Grace's acquisition of Daylin	2.00	420.00
03/10/03	RCS	Prepare draft findings of fact re Grace's involvement with COPR at site	1.20	252.00
03/11/03	JMA	Post trial issues - phone - C. Marraro re: Findings of Fact/Conclusions of Law; conference call with C. Marraro, A. Nagy re: same	1.00	340.00
03/11/03	JMA	Post trial issues - receipt and review letter from D. Field to Judge Cavanaugh w/Amended Stipulation of Past Costs	.20	68.00
03/11/03	JMA	Post trial issues - receipt and review Honeywell Final List of Exhibits in Evidence; receipt and review letter from D. Field to Court; phone - D. Field, C. Marraro and RCS; letter to D. Field re: Honeywell Final List of Exhibits in Evidence	1.80	612.00
03/11/03	JMA	Post trial issues - phone conference with C. Marraro and RCS re: preparation of Grace Final List of Exhibits in Evidence	.90	306.00

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03/11/03 JMA	Post trial issues - review pleadings and transcripts re: letter to Judge Cavanaugh on open issues with Honeywell; prepare Order re: DH-793 (Weja Decision); phone - C. Marraro; revise letter to Judge Cavanaugh	3.00	1020.00
03/11/03 MEF	Review and revise Grace's final trial exhibit list of documents in evidence	1.50	337.50
03/11/03 MEF	Findings of fact - Continued preparation of portions of findings	2.30	517.50
03/11/03 RCS	Prepare draft findings of fact re Mutual's disposal of COPR at the site	1.50	315.00
03/11/03 RCS	Meeting with JMA and telephone call with Chris Marraro, Esq. re review of Honeywell's final exhibit list submitted to court and review of Grace exhibit list to be submitted to court, revise and edit same	1.20	252.00
03/11/03 RCS	Prepare draft findings of fact re Grace's acquisition of Daylin	1.50	315.00
03/11/03 RCS	Prepare draft findings of fact re Daylin's acquisition of the site	2.00	420.00
03/11/03 RCS	Prepare draft findings of fact re Daylin involvement with COPR at the site	1.50	315.00
03/11/03 RCS	Prepare Grace defendants' final list of exhibits admitted into evidence, revise and edit same	.70	147.00
03/12/03 JMA	Post trial issues - meeting/conference call with clients and C. Marraro re: strategy issues	2.00	680.00
03/12/03 JMA	Post trial issues - preparation of Findings of Fact; phone conference with C. Marraro re: Findings of Fact/Conclusions of Law	2.00	680.00
03/12/03 MEF	Findings of Fact - Continued drafting portions of proposed findings of fact	4.50	1012.50
03/12/03 RCS	Revise and edit Grace defendant's final list of exhibits, correspondence to Judge Cavanaugh serving exhibit list	.40	84.00
03/12/03 RCS	Telephone call with Chris Marraro, Esq. re findings of fact re Valley Fair Building and Daylin's acquisition of same	.40	84.00

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03/12/03 RCS	Review trial transcript of Fred Hart and related exhibits in preparation for findings of fact	4.00	840.00
03/12/03 RCS	Prepare draft findings of fact re Daylin's acquisition of the site	2.50	525.00
03/12/03 RCS	Prepare draft findings of fact re Grace involvement with COPR at the site	2.00	420.00
03/13/03 JMA	Post trial issues - review transcripts and trial exhibits; prepare findings of fact	6.20	2108.00
03/13/03 JMA	Post trial issues - conference with RCS re: Findings of Fact; phone conference with RCS and C. Marraro re: Findings of Fact	1.00	340.00
03/13/03 JMA	Post trial issues - conference with MEF re: Judge's requirement with regard to submitting original exhibits and prejudgment interest case law	.70	238.00
03/13/03 JMA	Post trial issues - receipt and review letter from D. Field to Judge Cavanaugh	.20	68.00
03/13/03 MEF	Post trial issues - review email from CHM re Honeywell's admitted exhibits and H. Pierson direct outline	.20	45.00
03/13/03 MEF	Post trial issues - review Honeywell's list of admitted exhibits	1.00	225.00
03/13/03 MEF	Voice mail - CHM re summation and trial exhibits	.20	45.00
03/13/03 MEF	Findings of fact - Continue preparing portions of proposed findings of fact	5.60	1260.00
03/13/03 RCS	Review trial testimony of Phillip Coop and related exhibits in conjunction with preparation of findings of fact	2.50	525.00
03/13/03 RCS	Meeting with John Agnello and telephone call with Chris Marraro re preparing finding of fact re Mutual's disposal of COPR at the site	.80	168.00
03/13/03 RCS	Prepare draft findings of fact re Daylin's acquisition of site to include Hart and Coop testimony and related documents	3.50	735.00
03/13/03 RCS	Prepare drafting findings of fact re Mutual's disposal of COPR at the site	1.50	315.00

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03/13/03	RCS	Prepare draft findings of fact re Grace's acquisition of Daylin	.80	168.00
03/13/03	RCS	Correspondence from Barbara Banks re Grace's final exhibit list; review selected exhibit and correspondence to Banks re same	.40	84.00
03/14/03	JMA	Post trial issues - review transcripts and trial exhibits; prepare Findings of Fact	9.00	3060.00
03/14/03	MEF	Findings of Fact - Review 1991 directive for inclusion in portion of Findings of Fact	1.00	225.00
03/14/03	MEF	Legal research - prejudgment interest on state law claims	1.80	405.00
03/14/03	RCS	Prepare draft findings of fact re history of Daylin's involvement with COPR at the site	1.50	315.00
03/14/03	RCS	Prepare draft findings of fact re history of Grace's involvement with COPR at site	1.50	315.00
03/14/03	RCS	Prepare draft findings of fact re Mutual's disposal of COPR at site	2.00	420.00
03/14/03	RCS	Prepare draft findings of fact re Daylin's acquisition of the site	3.00	630.00
03/15/03	JMA	Post trial issues - review transcripts and trial exhibits; prepare Findings of Fact	7.50	2550.00
03/15/03	MEF	Review case law re prejudgment interest of common law claims in Federal Court	2.00	450.00
03/15/03	MEF	Conclusions of law - draft conclusions of law re prejudgment interest	1.00	225.00
03/15/03	MEF	Telephone call with CHM re backfill order and summation program	.20	45.00
03/15/03	RCS	Preparation of findings of fact re Grace's acquisition of Daylin	1.50	315.00
03/15/03	RCS	Preparation of findings of fact re Daylin's acquisition of the site	2.00	420.00
03/15/03	RCS	Preparation of findings of fact re Mutual's disposal of COPR at the site	1.50	315.00
03/16/03	RCS	Prepare draft findings of fact re Mutual's disposal of COPR at site including Bell and Ross' testimony	.80	168.00

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03/16/03	RCS	Prepare draft findings of fact re history of Daylin's involvement with contamination caused by COPR at the site	2.20	462.00
03/16/03	RCS	Prepare draft findings of fact re Daylin's acquisition of the site	2.00	420.00
03/17/03	JMA	Post trial issues - receipt and review email re: Grace exhibits withdrawn from list; conference with RCS re: same; review exhibits	.70	238.00
03/17/03	JMA	Post trial issues - receipt and review Honeywell letter brief and Certification re: Weja documents; phone - C. Marraro	1.00	340.00
03/17/03	JMA	Post trial issues - review of and comments to memo to client re: post judgment issues; phone - C. Marraro	1.20	408.00
03/17/03	JMA	Post trial issues - review trial transcripts and exhibits in evidence for Findings of Fact; prepare Findings of Fact	7.00	2380.00
03/17/03	RCS	Prepare draft findings of fact re Grace's acquisition of Daylin	1.20	252.00
03/17/03	RCS	Prepare draft findings of fact re Daylin's acquisition of the site	2.50	525.00
03/17/03	RCS	Prepare draft findings of fact re history of Daylin and Grace's involvement with COPR at the site	2.00	420.00
03/17/03	RCS	Prepare draft findings of fact re Mutual's disposal of COPR at the site	.30	168.00
03/18/03	JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Findings of Fact; prepare Findings of Fact	9.00	3060.00
03/18/03	MEF	Conference with JMA re items to include in findings of fact and conclusions of law	.30	67.50
03/18/03	RCS	Meeting with JMA re findings of fact re summary of witness credentials	.30	63.00
03/18/03	RCS	Review trial testimony of numerous witnesses and prepare draft findings of fact summarizing each witness's background and credentials	8.50	1785.00

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03/19/03	JMA	Post trial issues - phone - C. Marraro re: strategy	.20	68.00
03/19/03	JMA	Post trial issues - review transcripts and exhibits in evidence for Findings off Fact; prepare Findings of Fact	7.00	2380.00
03/19/03	RCS	Review trial transcripts and expert witness curriculum vitae and prepare draft findings of fact re numerous witness backgrounds and credentials	10.50	2205.00
03/20/03	JMA	Post trial issues - review transcripts and exhibits in evidence for Findings of Fact; prepare Findings of Fact	7.00	2380.00
03/20/03	RCS	Draft proposed findings of fact re Daylin's acquisition of the site - Fred Hart's testimony	1.00	210.00
03/20/03	RCS	Draft findings of fact re all witness's backgrounds and credentials	7.00	1470.00
03/21/03	JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Findings of Fact; prepare Findings of Fact	8.00	2720.00
03/21/03	MEF	Prepare chart of interest rates 5/90 to present	.30	67.50
03/21/03	RCS	Preparation of findings of fact re Daylin's acquisition of the site; revise and edit same	1.50	315.00
03/21/03	RCS	Preparation of findings of fact re all witness's background and credentials	3.00	630.00
03/22/03	JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Findings of Fact; prepare Findings of Fact; phone - C. Marraro re: strategy - Findings of Fact/conclusions of Law	4.50	1530.00
03/22/03	MEF	Conference with JMA re prejudgment interest	.70	157.50
03/22/03	MEF	Prepare charts of prejudgment interest for lost rents-May 1990, Jan-Dec. 1997	2.00	450.00
03/22/03	RCS	Preparation of findings of fact re all parties fact and expert witness's background and credentials	2.00	420.00

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03/24/03 JMA	Post trial issues - review transcripts and trial exhibits re: Grace Defendants' Findings of Fact; prepare Findings of Fact; conference with MEF re: Findings of Fact sections; conference with RCS re: Findings of Fact sections; phone - C. Marraro re: Findings of Fact	8.70	2958.00
03/24/03 MEF	Revise portions of proposed Findings of Fact	.90	202.50
03/24/03 MEF	Conference with JMA and RCS re: proposed Findings of Facts (revisions)	3.10	697.50
03/24/03 MEF	TC w/JMA and H. McGuire re: prejudgment interest calculation on lost rents	.20	45.00
03/24/03 MEF	Revise May 1990 lost rent prejudgment interest calculation	.20	45.00
03/24/03 MEF	Fax to H. McGuire re: May 1990 prejudgment interest	.20	45.00
03/24/03 RCS	Prepare findings of fact; revise and edit citations to record	1.50	315.00
03/24/03 RCS	Prepare findings of fact re all trial witness's background and credentials presented through testimony and documentary evidence	2.00	420.00
03/24/03 RCS	Meeting with JMA and MEF to review certain portions of findings of fact	4.30	903.00
03/25/03 JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Grace Defendants' Findings of Fact; prepare Findings of Fact; conference with MEF re: Findings of Fact sections; conference with RCS re: Findings of Fact sections; phone - C. Marraro re: Findings of Fact	9.00	3060.00
03/25/03 JMA	Phone - C. Marraro re: Findings of Fact	.30	102.00
03/25/03 MEF	Conference with JMA re: revisions to proposed Findings of Fact	3.90	877.50
03/25/03 MEF	Revise proposed Findings of Fact	1.20	270.00
03/25/03 RCS	Prepare revised draft of Findings of Fact re Mutual's disposal of COPR at the Site together with review of transcript of Brown, Costa and Anderson testimony in conjunction with same	2.50	525.00

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03/25/03	RCS	Prepare draft Findings of Fact re: all trial witnesses' background and credentials	2.00	420.00
03/25/03	RCS	Prepare revised draft Findings of Fact re: Grace's acquisition of Daylin	2.00	420.00
03/25/03	RCS	Meeting with JMA re: draft Findings of Fact - Grace's acquisition of Daylin	1.80	378.00
03/25/03	RCS	Prepare revised draft Findings of Fact re: Daylin's involvement with COPR at the Site	1.00	210.00
03/26/03	JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Grace Defendants' Findings of Fact; prepare Findings of Fact; conference with RCS re: Findings' of Fact sections; phone - C. Marraro re: Findings of Fact	8.00	2720.00
03/26/03	MEF	T/C w/C. Marraro re: stipulated facts in Findings of Fact	.20	45.00
03/26/03	MEF	Email to B. Banks re: stipulations of fact included in Findings of Fact	.20	45.00
03/26/03	MEF	T/C w/B. Hughes re: Findings of Fact	.20	45.00
03/26/03	MEF	Review proposed Findings of Fact re: stipulations of fact from Final Pretrial Order	.60	135.00
03/26/03	RCS	Meeting with JMA re: revisions to Findings of Fact re: Daylin's acquisition of the Site	4.00	840.00
03/26/03	RCS	Meeting with JMA re: revisions to Findings of Fact on history of Daylin and Grace's involvement with COPR at the Site	3.50	785.00
03/26/03	RCS	Prepare revised draft Findings of Fact re: Mutual's disposal of COPR at the Site	.80	168.00
03/26/03	RCS	Prepare revised draft Findings of Fact re: Daylin's acquisition of the Site	1.50	315.00
03/26/03	RCS	Prepare proposed conclusions of law re: lack of credibility of Fred Hart's testimony	1.50	315.00
03/27/03	KLW	Conference with JMA and research re: credibility factors on expert testimony	7.20	1800.00

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03/27/03 JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Findings of Fact; prepare Findings of Fact; conference with MEF re: Findings of Fact sections; conference with RCS re: Findings of Fact sections; phone - C. Marraro re: Findings of Fact	9.00	3060.00
03/27/03 MEF	Conference with JMA re additional revisions to findings of fact	2.70	607.50
03/27/03 MEF	Review documents in connection with revisions to findings of fact	1.00	225.00
03/27/03 MEF	Telephone call with CHM re compilation of findings of fact	.20	45.00
03/27/03 MEF	Revise proposed findings of facts	1.40	315.00
03/27/03 MEF	Emails to/from B. Banks re cite checking proposed findings of fact	.30	67.50
03/27/03 MEF	Telephone call with H. McGuire re calculation of prejudgment interest on lost rents	.30	67.50
03/27/03 RCS	Prepare revised draft findings of fact re Grace's acquisition of Daylin	1.00	210.00
03/27/03 RCS	Prepare revised draft Findings of Fact re witness background and credentials together with review of transcripts to determine Honeywell expert's prior work history for Honeywell	4.00	840.00
03/27/03 RCS	Prepare revised draft Findings of Fact re Daylin's acquisition of the site	1.50	315.00
03/27/03 RCS	Meeting with John Agnello to review draft findings of fact re all fact and expert witness background and credentials	2.00	420.00
03/27/03 RCS	Prepare revised draft Findings of Fact re Mutual's disposal of COPR at the site	.50	105.00
03/27/03 RCS	Prepare revised draft Findings of Fact re Daylin's involvement with COPR at the site	1.50	315.00
03/28/03 KIW	Continue research on credibility of experts	4.00	1000.00

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03/28/03 JMA	Post trial issues - review trial transcripts and exhibits in evidence re: Grace Defendants' Findings of Fact; prepare Findings of Fact; conference with MEF re: Findings of Fact; conference with RCS re: Findings of Fact; phone - C. Marraro re: Findings of Fact	7.30	2482.00
03/28/03 MEF	Review emails from B. Banks re citation checks	.20	45.00
03/28/03 MEF	Review email from B. Hughes re stipulations of fact and Honeywell expert testimony	.30	67.50
03/28/03 MEF	Conference with JMA re findings of fact	1.50	337.50
03/28/03 MEF	Review and revise findings of fact	3.40	765.00
03/28/03 MEF	Telephone call with A. Chanese re prejudgment interest lost rent calculation	.30	67.50
03/28/03 RCS	Meeting with JMA to review Findings of Fact re Mutual's disposal of COPR at the site	.40	84.00
03/28/03 RCS	Prepare revised draft Findings of Fact re Mutual's disposal of COPR at the site	.80	168.00
03/28/03 RCS	Meeting with JMA to review Findings of Fact re Grace's acquisition of Daylin	.80	168.00
03/28/03 RCS	Prepare revised draft Findings of Fact re Grace's acquisition of Daylin	1.20	252.00
03/28/03 RCS	Meeting with JMA to review Findings of Fact re Daylin's acquisition of the site	.60	126.00
03/28/03 RCS	Prepare revised Findings of Fact re Daylin's acquisition of the site	.80	168.00
03/28/03 RCS	Meeting with JMA re review Findings of Fact re Daylin and Grace's involvement with COPR at the site	.40	84.00
03/28/03 RCS	Prepare revised Findings of Fact re Daylin and Grace's involvement with COPR at the site	.60	126.00
03/28/03 RCS	Meeting with JMA to review Findings of Fact re all trial witnesses credentials and backgrounds	2.00	420.00
03/28/03 RCS	Prepare revised Findings of Fact re all trial witness's credentials and background	2.50	525.00

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03/29/03	JMA	Post trial issues - conference with RCS re: sections of Grace Defendants' Findings of Fact; conference call with C. Marraro re: finalizing Grace Defendants' Findings of Fact; preparation of Findings of Fact	6.50	2210.00
03/29/03	MEF	Revise findings of fact (all portions)	3.80	855.00
03/29/03	RCS	Prepare draft Findings of Fact re testimony and exhibits related to Fred Hart	1.50	315.00
03/29/03	RCS	Review Grace defendant's proposed findings of fact in preparation for conference call	5.50	1155.00
03/30/03	JMA	Post trial issues - review and comments to all sections of Grace Defendants' Findings of Fact; conference with MEF and RCS re: Findings of Fact; conference call with C. Marraro, B. Hughes, MEF and RCS re: finalize exchange copy of Grace Defendants' Findings of Fact	10.00	3400.00
03/30/03	MEF	Review draft findings of fact from Wallace King	2.50	562.50
03/30/03	MEF	Conference call with JMA, RCS, CHM and WFH re revisions to findings of fact	5.50	1237.50
03/30/03	RCS	Conference call with John Agnello, Melissa Flax, Chris Marraro and Bill Hughes to review Grace defendants proposed findings of fact	5.50	1155.00
03/31/03	JMA	Receipt and review letter from Judge Cavanaugh re: plaintiff exhibit 1502	.20	68.00
03/31/03	JMA	Post trial issues - conference with RCS re: finalize Grace Defendants' Findings of Fact; conference with MEF re: same; conference call with C. Marraro, B. Hughes and MEF re: revisions to Grace Defendants' Findings of Fact; phone - D. Field re: exchange of Findings of Fact; letter to counsel re: Findings of Fact; phone - C. Marraro re: finalize Grace Defendants' Findings of Fact; review revisions to Grace Defendants' Findings of Fact	8.00	2720.00
03/31/03	MEF	Telephone call with JMA, CHM, WFH re additional revisions to findings of fact	2.40	540.00
03/31/03	MEF	Revise and finalize Findings of Fact	8.90	2002.50
03/31/03	RCS	Meeting with JMA re review of Findings of Fact	.80	168.00

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03/31/03	RCS	Review NJ Spill Act and prepare draft Findings of Fact re Daylin's lack of knowledge of contamination at time site purchased and Daylin/Grace cooperation with NJDEP	1.50	315.00
03/31/03	RCS	Meeting with JMA re NJ Spill Act related Findings of Fact	1.50	315.00
03/31/03	RCS	Prepare additional Findings of Fact re Dr. Kirk Brown's credentials and as shown in U.S. Court of Appeals - 2nd Circuit Decision and work with National Academy of Sciences	1.30	273.00
03/31/03	RCS	Prepare additional findings re Dr. Ross credentials	.80	168.00
03/31/03	RCS	Research re recouping the collection of monies expended at the site for building demolition from Honeywell under the NJ Spill Act	1.00	210.00
03/31/03	RCS	Cite checks for finalizing Findings of Fact to be distributed amongst parties	1.50	315.00
03/31/03	RCS	Receipt and review of plaintiff's Proposed Findings of Fact (partial)	1.00	210.00
03/31/03	RCS	Prepare additional findings of fact re Mutual's disposal of COPR at the site	.70	147.00
Subtotal: - - - - -				128,985.50

Fee Applications, Applicant

03/03/03	MEF	Review email from L. Ferdinand re: spreadsheet for 6th Quarterly application	.30	67.50
03/03/03	MEF	T/c with L. Ferdinand re: spreadsheet	.30	67.50
03/03/03	MEF	Review fee applications re: correct hours/fees	.80	180.00
03/03/03	MEF	Email to L. Ferdinand re: correction to project and expense category	.30	67.50
03/04/03	MEF	Fee application - revise July Attachment B and Project and Expense categories for Sixth Quarterly Interim fee application	.30	67.50
03/04/03	MEF	Email to L. Ferdinand re: revised attachment B and Project and Expense Categories	.20	45.00

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03/04/03 MEF	Review email from L. Ferdinand re: revisions to 6th Quarterly spreadsheet	.20	45.00
03/04/03 MEF	Email to L. Ferdinand re: revisions to 6th Quarterly spreadsheet	.20	45.00
03/05/03 MEF	Review Fee Auditor's Final Report regarding CBBG's Application for the Sixth Interim period	.40	90.00
03/05/03 MEF	Review of Notice of Amendments to Schedule "F" or liabilities and review information re: original schedule of liabilities	1.40	315.00
03/05/03 MEF	Review February 2003 fee detail	.80	180.00
03/06/03 MEF	Fee Application - Begin preparing 12th monthly fee application	1.00	225.00
03/07/03 MEF	Email to P. Cuniff re: Schedule F and Certificate of no Objection for December fees	.20	45.00
03/07/03 MEF	Fee Application - continue preparing 12th monthly fee application	1.70	382.50
03/07/03 MEF	T/c with P. Cuniff re: Schedule F and certificate of no objection	.20	45.00
03/07/03 MEF	Review docket re: Schedule F	.40	90.00
03/08/03 MEF	Continue preparing 12th monthly fee application	1.00	225.00
03/09/03 MEF	Continue preparing 12th monthly fee application	.50	112.50
03/09/03 MEF	Review email from L. Ferdinand with 6th Quarterly spreadsheet	.20	45.00
03/10/03 MEF	Receipt and review of Certification of No Objection re December 2002 fees	.30	67.50
03/10/03 MEF	Receipt and review of proposed order allowing fees for 6th quarterly application	.30	67.50
03/11/03 JMA	Fee Application - review and execute Twelfth Monthly Fee Application	1.00	340.00
03/11/03 MEF	Finalize 12th monthly fee application	1.30	292.50
03/19/03 JMA	Fee application - receipt and review 3/17/03 agenda, amended agenda and certification of counsel re: quarterly fee application	.50	170.00

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03/19/03 MEF Review status of certificates of no objection and fee applications	.30	67.50
03/20/03 MEF Email to W. Smith re fee detail for 12th monthly fee application	.30	67.50
03/21/03 MEF Email from L. Ferdinand re fee detail	.20	45.00
03/24/03 MEF Review fee auditor's initial report for 7th Quarterly Application	.30	67.50
03/25/03 MEF Review Notice of Amendment to Schedule F; confirm amount of pre-petition debt	.30	67.50
03/25/03 MEF Email to P. Cuniff re: amendment to Schedule F	.20	45.00
03/25/03 MEF Voice mail to P. Cuniff and S. MacFarland re: amendment to Schedule F	.20	45.00
03/25/03 MEF Prepare response to Fee Auditor's Initial Report re: 7th Quarterly Fee Application	1.40	315.00
03/26/03 MEF T/C w/S. MacFarland re: amendment to Schedule F	.20	45.00
03/26/03 MEF Review email from P. Cuniff re: Schedule F amendment	.20	45.00
03/26/03 MEF Review and revise response to Fee Auditor's Initial Report re: 7th Quarterly Fee Application	.40	90.00
03/27/03 MEF Email to P. Cuniff re certificate of no objection for January 2003	.20	45.00

Subtotal: - - - - -
4,222.50

Travel Non-Work

03/12/03 JMA Travel - to and from Boca Raton, FL, for meeting with clients on strategy issues	11.50	1955.00
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Subtotal: - - - - -
1,955.00

Total Fees:

135,162.00

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SUMMARY OF FEES:

-----TIME AND FEE SUMMARY-----			
-----TIMEKEEPER-----	RATE	HOURS	FEES
K L WINTERS	250.00	11.20	2800.00
J M AGNELLO	340.00	196.70	64923.00
M E FLAX	225.00	96.40	21690.00
RC SCRIVO	210.00	216.50	45465.00
K VENGROW	75.00	3.80	285.00
TOTALS		524.60	135163.00

EXHIBIT B

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Disbursements

Travel Expense

03/11/03 Travel Expense JMA 3/12 (AIR)	575.00
03/11/03 Travel Expense MY LIMO 3/12/03 (ROUND TRIP JMA)	131.20

SUBTOTAL: 706.20

Court Reporter

03/31/03 Professional Fees - MCGUIRE, CHARLES P 1/24	5544.00
03/31/03 Court Reporter - MCGUIRE, CHARLES P 1/30	4132.80
03/31/03 Court Reporter - MCGUIRE, CHARLES P 2/11	4476.60

SUBTOTAL: 14153.40

03/31/03 Messenger	114.32
03/31/03 Photocopies	701.50
03/31/03 Faxes	77.00
03/31/03 Telephone	261.43
03/31/03 Additional Staff Time	677.14
03/31/03 Computer Searches	93.29
03/31/03 Federal Express	124.59
03/31/03 Messenger - In House	75.00

Total Costs	16,983.87
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Total Due this Matter	152,146.87
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